

**UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS**

)	
T. ROWE PRICE TAX-FREE HIGH YIELD)	
FUND, INC., ET AL.,)	
)	Civil Action No. 04-11667-RGS
<i>Plaintiffs,</i>)	Consolidated into
v.)	Civil Action No. 05-10176-RGS ¹
)	
KAREN M. SUGHRUE, ET AL.)	
<i>Defendants.</i>)	
)	

**MOTION TO ENLARGE PAGE LIMIT FOR PLAINTIFFS OPPOSITION TO
DEFENDANTS MOTION TO DISMISS THE AMENDED COMPLAINT**

Pursuant to Local Rule 7.1(B)(4), the Plaintiffs, T. Rowe Price TaPursuant to Local Rule
Fund,Fund, Inc., Fund, Inc., Smith BarFund, Inc., Smith Barney Income Funds/Smith Barney Municipal Hig
NationalNational Municipals National Municipals Fund, Inc.National Municipals Fund, Inc., ACA Financial Gu
(collectively,(collectively, Pl(collectively, Plain(collectively, Plaintiffs), move for leave to file a cons
motionsmotions to dismiss the Plaintiffs comotions to dismiss the Plaintiffs complaint, inmotions to
consolidatedconsolidated opposition will not exceed ninety-two pages. In suconsolidated opposition will
Plaintiffs state:

1. Defendants have filed three separate memoranda. Defendants sought and received leave to file memoranda in each case. Plaintiffs must respond to more than 120 pages of legal memorandum.

¹ The original Motion to Dismiss was filed in the 04-11167-RGS case but the case has since been consolidated into 05-10176. For the Court's convenience, Plaintiffs have filed their Opposition to the Motion to Dismiss under both civil action numbers.

2. Plaintiffs seek leave to file a cPages. While Plaintiffs realize this is a sizeable opposition, it is still a significant count than the memoranda served upon them.

3. This case raises complex issues under the federal statutes which require thoughtful analysis. Due to the requirements of the analysis of the Plaintiffs' claims are unavoidable.

4. Counsel for Defendants have assented to the Counsel for Defendants have assented to the
90 pages or less.

WHEREFORE, WHEREFORE, the Plaintiffs respectfully request that the Court grant them leWHERE

theirtheir Opposition to Defendants Motion to Dismiss in their Opposition to Defendants Motion to Dismiss

longer than 92 pages.

T. ROWE PRICE TAX-FREE HIGH YIELD FUND, INC., SMITH BARNEY INCOME FUNDS/SMITH BARNEY MUNICIPAL HIGH INCOME FUND, DRYDEN NATIONAL MUNICIPALS FUND, INC., ACA FINANCIAL GUARANTY CORPORATION, and LOIS and JOHN MOORE,

By their attorneys,

By: /s/ Michael Tabb
Thomas G. Hoffman, Esq. (BBO#: 237320)
Michael Tabb, Esq. (BBO#: 491310)
GREENE & HOFFMAN, P.C.
125 Summer Street, Suite 1410
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(617) 261-0040

Dated: May 2, 2005